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Washington, D.C. 20037-1128

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ORS
S.A.

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PSC SC
DOCKETING DEPT.

August 19, 2005

Jarrett Taubman
202.663.8961

jarrett.taubman@pillsburylaw.com

Docketing Department
Public Service Commission of South Carolina
101 Executive Center Dr., Suite 100
Columbia, SC 29210

FILED
8/22/05
TOD

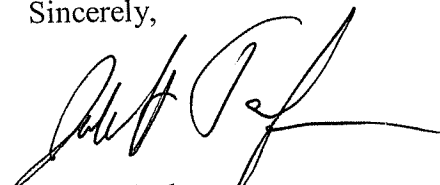
**Re: Application of Mobilepro Corp. and American Fiber Network, Inc. to
Transfer Control of an Authorized Carrier
Docket No. 2001-21-C
Proof of Publication of Legal Notice**

Dear Sir or Madam:

On behalf of our client, Mobilepro Corp. ("Mobilepro"), we hereby submit the enclosed Proofs of Publication, pursuant to the transmittal letter issued by Commission staff on July 28, 2005. These Proofs of Publication confirm that Mobilepro provided legal notice of the above-referenced application in newspapers of general circulation in the areas affected by that application as follows: (i) *The State* on August 6, 2005; (ii) *The Greenville News* on August 6, 2005; and (iii) *The Post and Courier* on August 3, 2005.

Please contact the undersigned should you have any questions in this matter.

Sincerely,



Jarrett Taubman

Enclosures
542257-0000001

Document #: 1495499 v.1

Jarrett S. Taubman
2300 N. Street, NW
Washington DC 20037

Number of Copies: 1

AFFIDAVIT OF PUBLICATION

The Post and Courier

State of South Carolina

County of Charleston

Personally appeared before me the undersigned advertising Clerk of the above indicated newspaper published in the City of Charleston, County and State aforesaid, who, being duly sworn, says that the advertisement of

(Copy attached)

appeared in the issues of said newspaper on the following day(s):

08/03/2005

at a cost of \$ 295.05
Account# H834239
Order# C220W500
P.O. Number: Mobilepro
Subscribed and sworn to before
me this 5th day
of August
A.D. 2005

Kisha Ethington
Advertising Clerk

Sherry Duhon
NOTARY PUBLIC, SC
My Commission expires 01/01/13

PUBLIC SERVICE COMMISSION OF SOUTH CAROLINA

DOCKETING DEPARTMENT

NOTICE OF FILING

DOCKET NO. 2001-21-C

Mobilepro Corporation ("Mobilepro") and American Fiber Network, Incorporated ("AFN," collectively with Mobilepro, "the Parties"), have filed correspondence with the Public Service Commission of South Carolina (Commission) identifying a transaction which will result in a transfer of control of AFN to Mobilepro. Mobilepro has entered into an agreement with AFN through which AFN will merge with and into AFN Acquisition Corporation, a newly created, wholly-owned subsidiary of Mobilepro. Simultaneously, AFN Acquisition Corporation will change its name to American Fiber Network, Incorporated, which will be the surviving corporation. As a result, AFN will become a wholly-owned subsidiary of Mobilepro. According to the filing, the transaction has been structured such that it will be transparent to AFN's customers in South Carolina. The transaction will be a combination stock and cash transaction by which AFN will continue as a going concern. The transaction will not affect the rates, terms or conditions under which AFN provides service in South Carolina. The transaction also will not affect the name under which AFN provides service in South Carolina, and will not cause disruption to the services received by AFN customers in South Carolina. Mobilepro is a Delaware corporation with offices located at 6701 Democracy Boulevard, Suite 300, Bethesda, Maryland 20817. Mobilepro is a widely-held publicly-traded corporation that offers telecommunications services through three wholly-owned subsidiaries. AFN is a Delaware corporation with offices located at 9401 Indian Creek Parkway, Suite 140, Overland Park, Kansas 66210. AFN currently provides resold and facilities-based local exchange service, resold and facilities-based long distance operator services, voicemail and other standard voice features, and DSI services. In South Carolina, AFN is authorized to provide resold local and long distance services in Docket No. 2001-21-C, Order No. 2001-367, dated April 24, 2001.

A copy of the application is on file in the offices of the Public Service Commission of South Carolina, 101 Executive Center Drive, Columbia, South Carolina 29210, the Commission's web site at www.psc.sc.gov, and is available from Glenn S. Richards, Esquire, Pillsbury Winthrop Shaw Pittman LLP, 2300 N Street, NW, Washington, DC 20037.

A public hearing, if scheduled, will be held in Columbia,

address, for the purpose of receiving testimony and other evidence from all interested parties regarding this application. The time and date of this hearing will be furnished to all interested parties at a later date.

Any person who wishes to participate in this matter, as a party of record with the right of cross-examination should file a Petition to Intervene in accordance with the Commission's Rules of Practice and Procedure on or before **August 29, 2005** and indicate the amount of time required for his presentation. Please include an email address for receipt of future Commission correspondence in the Petition to Intervene. Please refer to **Docket No. 2001-21-C**.

Any person who wishes to testify and present evidence at the hearing, if scheduled, should notify the Docketing Department in writing at the address below, the Office of Regulatory Staff at Post Office Box 11263, Columbia, South Carolina 29211, and Glenn S. Richards, Esquire, at the above address, on or before **August 29, 2005** and indicate the amount of time required for his presentation. Please refer to **Docket No. 2001-21-C**.

Any person who wishes to be notified of the hearing, but does not wish to present testimony or be a party of record, may do so by notifying the Docketing Department in writing at the address below on or before **August 29, 2005**. Please refer to **Docket No. 2001-21-C**.

PLEASE TAKE NOTICE: Any person who wishes to have his or her comments considered as part of the official record of this proceeding **MUST** present such comments, in person, to the Commission during the hearing.

Persons seeking information about the Commission's Procedures should contact the Commission at (803) 896-5100.

Public Service Commission
of South Carolina
Attn: Docketing Department
Post Office Drawer 11649
Columbia, SC 29211

JUL-28-05

305 South Main Street ■ Greenville, South Carolina 29601
PO Box 1688 ■ Greenville, South Carolina 29602
864.298.4229 | 800.800.5116 smullina@greenvillenews.com

DOCKETING
DEPARTMENT
**NOTICE OF
FILING**

DOCKET NO. 2001-21-C
Mobilepro Corporation
("Mobilepro") and Ameri-
can Fiber Network, Incor-
porated ("AFN," collec-
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Mobilepro has entered
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In South Carolina, AFN is
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A copy of the application
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Richards, Esquire, Pills-
bury Winthrop Shaw
Tittman LLP, 2300 N
Street, NW, Washington,
DC 20037.
A public hearing, if
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Columbia, South Caroli-
na in the offices of the
Commission at the above

THE STATE-RECORD CO., INC.
Columbia, South Carolina
publisher of
The State

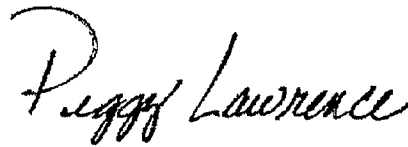
STATE OF SOUTH CAROLINA
COUNTY OF RICHLAND

personally appeared before me, Peggy Lawrence, Advertising Sales Support
anager of THE STATE, and makes oath that the advertisement,

Notice of Filing – Docket 2001-21-C – Mobilepro Corporation

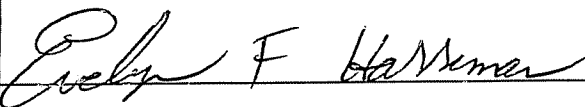
as inserted in THE STATE, a daily newspaper of general circulation published in
the City of Columbia, State and County aforesaid, in the issues of

August 6, 2005



Subscribed and sworn to before me

on this day August 12, 2005



Notary Public

My commission expires
March 10, 2013

*"Errors- the liability of the publisher on account of errors in
or omissions from any advertisement will in no way exceed
the amount of the charge for the space occupied by the item in
error, and then only for the first incorrect insertion."*

address, for the purpose
of receiving testimony
and other evidence from
all interested parties
regarding this applica-
tion. The time and date
of this hearing will be fur-
nished to all interest-
parties at a later date.
Any person who wishes
to participate in this mat-
ter, as a party of record
with the right of cross
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Post Office Box 11263
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above address, on or be-
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ing at the address below
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2005. Please refer to
Docket No. 2001-21-C.
PLEASE TAKE NOTICE
Any person who wishes
to have his or her com-
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of the official record in
this proceeding **MUST**
present such comment
in person, to the Com-
mission during the hear-
ing.
Persons seeking infor-
mation about the Com-
mission's Procedure
should contact the Com-
mission at (803) 891-
5100.
Public Service Commis-
sion of South Carolina
Attn: Docketing
Department
Post Office Drawer
11649
Columbia, South
Carolina 29211
JUL-28-05